

**IN THE UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF TEXAS  
AUSTIN DIVISION**

**IN RE:**

**FIRED UP, INC.,**

**Debtor.**

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§  
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§  
§  
§  
§

**Chapter 11**

**CASE NO. 14-10447-TMD**

**THIRD AND FINAL APPLICATION OF  
STREUSAND, LANDON & OZBURN, LLP FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES OF PROFESSIONALS FOR THE PERIOD  
OCTOBER 1, 2014 THROUGH JANUARY 31, 2015**

A hearing will be conducted on this matter on March 5, 2015 at 1:30 p.m. in Courtroom No. 1, 903 San Jacinto, Austin, Texas 78701.

If you object to the relief requested, you must respond in writing, specifically answering each paragraph of this pleading. Unless otherwise directed by the court, you must file your response with the clerk of the bankruptcy court within 21 days from the date you were served with this pleading. You must serve a copy of your response on the person who sent you the notice; otherwise, the court may treat the pleading as unopposed and grant the relief requested.

TO THE HONORABLE TONY M. DAVIS, U.S. BANKRUPTCY JUDGE:

Streusand, Landon & Ozburn, LLP (“SLO”), local counsel to The Official Committee of Unsecured Creditors (the “Committee”) in the above captioned Chapter 11 case (the “Case”), submits this Third and Final Application for Compensation and Reimbursement of Expenses of Professionals for the Period October 1, 2014 through January 31, 2015 (the “Third and Final Application”) and requests that the Court enter an order pursuant to sections 330(a) and 331 of Chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2016 of the Local Rules of Bankruptcy Practice and Procedure for the Western District of Texas (the “Local Rules”), for (i) allowance of

compensation for professional services rendered by SLO for the period commencing October 1, 2014 through and including January 31, 2015 (the “Application Period”) in the amount of \$20,117.00; and (ii) the reimbursement of SLO’s actual and necessary expenses in the amount of \$525.37 incurred during the Application Period. In support of this Third and Final Application, SLO states as follows:

### **I. JURISDICTION, VENUE, AND BACKGROUND**

1. This Court has jurisdiction to consider this Third and Final Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

2. On March 27, 2014 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of title 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Western District of Texas, Austin Division (the “Court”). The Debtor continues in possession of its property and is operating and managing its business as a debtor in possession pursuant to the provisions of 11 U.S.C. §§ 1107(a) and 1108. Neither a trustee nor an examiner has been requested or appointed in the Debtor’s Case.

3. On April 7, 2014, the United States Trustee appointed the Committee in this Case.

4. On June 10, 2014, this Court signed the Agreed Order Authorizing and Approving the Retention of Streusand, Landon & Ozburn, LLP as Local Counsel for the Official Committee of Unsecured Creditors Effective as of April 8, 2014 (the “Retention Order”) [Docket No. 252]. The Retention Order authorized SLO to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

5. On June 11, 2014, the Court signed the Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code, Bankruptcy Rule 2016(a) and Local Bankruptcy Rule 1020.1 Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals [Dkt. No. 257] (the “Administrative Order”), authorizing certain professionals (“Professionals”) to submit monthly applications for interim compensation and reimbursement for expenses, pursuant to the procedures specified therein.

6. Although the Professionals have submitted monthly applications for interim compensation and reimbursement for expenses as set forth in the Administrative Order, as of the date of filing this Third and Final Application, no monthly interim compensation or reimbursement for expenses has been paid to SLO.

7. The Administrative Order also provides that commencing with the period ending June 30, 2014 and at three-month intervals thereafter, each of the Professionals shall file with the Court an interim application (the “Interim Fee Applications”) for allowance of the amounts sought in its monthly fee applications for that period.

8. On August 1, 2014, SLO filed its First Interim Application of Streusand, Landon & Ozburn, LLP for Compensation and Reimbursement of Expenses of Professionals for the Period April 8, 2014 through June 30, 2014 [Dkt. No. 368] (“SLO’s First Interim Fee Application”).

9. On September 17, 2014, the Court signed the Order Approving the First Interim Application of Streusand, Landon & Ozburn, LLP for Compensation and Reimbursement of Expenses of Professionals for the Period April 8, 2014 through June 30, 2014 [Dkt. No. 467] approving \$26,760.08 in fees and expenses. Although the Court

approved SLO's First Interim Fee Application, as of the date of filing this Third and Final Application, no interim compensation or reimbursement for expenses has been paid to SLO.

10. On October 21, 2014, the Court signed the Order Granting Joint Motion to Modify Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code, Bankruptcy Rule 2016(a) and Local Bankruptcy Rule 1020.1 Establishing Procedures for Interim Monthly Compensation and Reimbursement of Professionals [Dkt. No. 521] (the "Amended Administrative Order").

11. Pursuant to the Amended Administrative Order, the Debtor shall not be required to immediately pay fees approved to the Committee's Professionals, including SLO, upon approval of Interim Fee Applications. Instead, such fees shall be payable from the GUC Trust to be created by the Debtor's Plan of Reorganization.

12. On October 31, 2014, SLO filed its Second Interim Application of Streusand, Landon & Ozburn, LLP for Compensation and Reimbursement of Expenses of Professionals for the Period July 1, 2014 through September 30, 2014 [Dkt. No. 558] ("SLO's Second Interim Fee Application").

13. On February 4, 2015, the Court signed the Order Approving the Second Interim Application of Streusand, Landon & Ozburn, LLP for Compensation and Reimbursement of Expenses of Professionals for the Period July 1, 2014 through September 30, 2014 [Dkt. No. 679] approving \$20,619.26 in fees and expenses. Pursuant to the Amended Administrative Order, as of the date of filing this Third and Final Application, no interim compensation or reimbursement for expenses has been paid to SLO.

## **II. BILLING RECORDS OF TIME AND EXPENSES**

14. Pursuant to Local Rule 2016(a)(1), SLO has attached hereto as Exhibit “A” and incorporated herein by reference a Fee Application Summary reflecting a summary description of the services rendered by category, the total cost of each category of services, the nature and purpose of each category of services rendered, and the results obtained.

15. Attached as Exhibit “B” and incorporated herein by reference are copies of contemporaneously-maintained time entries for all services performed by each SLO professional who performed services during the Application Period. All time records are maintained in tenth of an hour time increments. Attached hereto as Exhibit “C” and incorporated herein by reference is a chart summarizing SLO’s fees separated by category.

16. Attached as Exhibit “D” and incorporated herein by reference is a chart summarizing the categories of expenses for which SLO is seeking reimbursement and the total amount for each expense category.

## **III. DESCRIPTION OF SERVICES RENDERED BY TASK CODE**

17. During the Application Period, SLO recorded the time spent rendering services in accordance with SLO’s internal task codes as described herein and as summarized in Exhibit “C” attached hereto.

18. *Case Administration (Task Code 01293-0002)*. The services provided by SLO in this category include general administrative and miscellaneous matters including, but not limited to, tasks related to analysis of correspondence and pleadings, including objections to motions to compromise controversies; communications with the Trustee

regarding service issues; review of the trust agreement; coordination of delivery of pleadings filed immediately prior to a hearing to Committee attorneys attending the hearing; and analysis of deadlines and the effective date.

19. *Employment of Professionals (Task Code 01293-0003).* This category included time spent drafting interim applications for monthly compensation for circulation with the FRC; drafting SLO's Second Interim Fee Application for filing with the Court; drafting SLO's Third and Final Fee Application for filing with the Court; assisting other Committee Professionals in drafting monthly fee applications for distribution to the FRC and Interim Fee Applications for filing with the Court; and communications with the U.S. Trustee, Debtor's counsel, and Committee's Professionals regarding same.

20. *Hearings (Task Code 01293-0004).* The services provided by SLO under this task code included preparation for hearing with lead Committee counsel, attendance at various hearings in the Case, and preparation and filing of requests for telephonic appearance.

21. *Plan/Disclosure Statement (Task Code 01293-0008).* The work performed in this category relates to analysis of the Debtor's Plan of Reorganization and Disclosure Statement; review and analysis of objections to the adequacy of Disclosure Statement; analysis of objections to the Plan of Reorganization; and review and analysis of notice to creditors of plan confirmation and associated deadlines.

#### **IV. REASONABLE AND NECESSARY SERVICES**

22. During the Application Period, SLO rendered professional services that were reasonable, necessary, and appropriate to the Committee's administration and

fulfillment of its duties in this Case. The professional services performed by SLO were in the best interests of the Committee and the estate. The compensation requested for these services is commensurate with the complexity, importance, and nature of the issues, problems, and tasks involved. Moreover, SLO's professionals performed these services expeditiously and efficiently.

23. As set forth in Exhibit "A" and Exhibit "B" attached hereto, SLO's attorneys and paraprofessionals expended 63.1 hours during the Application Period rendering services on behalf of the Committee.

24. During the Application Period, SLO's billing rates ranged from \$175 to \$390 per hour. The fees charged by SLO in this Case are billed in accordance with SLO's standard billing rates and procedures in effect during the Application Period. The rates charged by SLO's professionals and paraprofessionals in this Case are the same rates that SLO charges in comparable non-bankruptcy matters. Further, these fees are reasonable based on the compensation charged by practitioners in comparable bankruptcy cases.

25. In accordance with section 330 of the Bankruptcy Code, the amount of fees requested is fair and reasonable in light of: (a) the complexity of the Case; (b) the time expended; (c) the nature and extent of the services rendered; (d) the value of those services to the Committee; (e) SLO's expertise in the bankruptcy field; and (f) the costs of comparable services in a non-bankruptcy related case.

## **V. ACTUAL AND NECESSARY EXPENSES**

26. As reflected on Exhibit "D" attached hereto, SLO incurred \$525.37 in reimbursable expenses on behalf of the Committee during the Application Period. SLO does not make a profit on any reimbursable expenses requested herein.

27. The primary expenses incurred by SLO during the Application Period include photocopies, postage charges, courier charges, document retrieval charges, travel charges (parking), and electronic legal research. All entries detailed on Exhibit "D" comply with the requirements set forth in Local Rule 2016(a)(3), including an itemization of the expenses according to category and the date the expense was incurred.

28. SLO has worked hard to minimize the expenses incurred in this Case. The actual expenses incurred were reasonable, necessary, and tailored to meet the requirements of the Case.

## **VI. THE COURT SHOULD ALLOW SLO'S REQUESTED COMPENSATION**

29. Section 331 of the Bankruptcy Code allows for interim compensation of professionals and incorporates the factors cited in section 330 of the Bankruptcy Code to guide the Court's award of such compensation. *See* 11 U.S.C. § 331. Section 330 sets forth the following criteria:

In determining the amount of reasonable compensation to be awarded to an examiner, trustee under Chapter 11, or professional person, the court should consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the



service was rendered toward the completion of, a case under this title;

(D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;

(E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and

(F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

30. In this case, SLO submits that services provided and expenses incurred during the Application Period were, at the time provided, necessary for and beneficial to the Committee and the estate. Further, these services and expenses were in the best interests of the Committee and the estate, and the compensation requested is reasonable in light of the nature, extent, and value of such services.

31. The Fifth Circuit Court of Appeals has considered various additional factors in awarding compensation in a bankruptcy case. *See, e.g., In re First Colonial Corp. of America*, 544 F.2d 1291 (5<sup>th</sup> Cir. 1977); *Johnson v. Georgia Highway Express, Inc.*, 488 F.2d 714 (5<sup>th</sup> Cir. 1974). The fees and expenses requested by SLO in this Third and Final Fee Application are reasonable based on these factors.

32. *Time and Labor Required.* SLO rendered 63.1 hours in professional and paraprofessional services in assisting, representing, and advising the Committee during the Application Period. The time spent was reasonable in light of the complexity of the Case and the issues raised. The detailed time entries reflected on Exhibit “B”

demonstrate that the compensation requested is reasonable and that the work performed was necessary.

33. *Novelty and Difficulty of Questions Presented.* During the Application Period, SLO has been required to confront various legal and factual issues requiring a high degree of knowledge and skill.

34. *Skills and Experience of SLO's Professionals.* SLO's attorneys are highly skilled and experienced practitioners in bankruptcy, litigation, and business law. SLO's attorneys and paraprofessionals possess the skills necessary to merit the award of the fees requested. SLO has demonstrated the degree of skill required to achieve results on behalf of the Committee, and SLO has utilized its attorneys and paraprofessionals efficiently and effectively to meet the Committee's requirements during the Application Period.

35. *Preclusion of Other Employment.* SLO's representation of the Committee in this Case has not limited SLO's ability to take on other substantial matters.

36. *Usual and Customary Fees.* All fees charged by SLO in this Case are reasonable and in line with rates charged on similar matters. Further, the rates charged by SLO are comparable to rates charged by similarly experienced practitioners in Texas involved in cases of similar size and complexity.

37. *Fixed or Contingent Fees.* The fees requested by SLO are charged at SLO's standard hourly rates.

38. *Time Limitations.* SLO has performed several of its services under limited time constraints and on short notice.

39. *Results Obtained.* During the Application Period, SLO has obtained demonstrable results for its work, and the amounts incurred were reasonable and

appropriate. Detailed descriptions of the work performed and results obtained are reflected on the time entries attached hereto at Exhibit "B".

40. *Nature and Length of Professional Relationship.* SLO and the Committee commenced a professional relationship on April 8, 2014.

41. *Undesirability of the Case.* This factor does not apply in this Case.

42. *Awards in Similar Cases.* As more fully described above, the compensation and expenses sought in this Case are fully warranted in light of the factors discussed herein. SLO's requested fees and expenses are not excessive and are commensurate with compensation sought and ordered in similar cases.

## **VII. PRAYER**

WHEREFORE, Streusand, Landon & Ozburn, LLP respectfully requests that the Court (i) allow and authorize, on an interim basis, compensation for legal fees in the amount of \$20,117.00, and reimbursable expenses in the amount of \$525.37, incurred by SLO during the Application Period (for a total of \$20,624.37); and (ii) allow such other and further relief as is just and proper.

Dated: February 12, 2015

Respectfully submitted,

**STREUSAND, LANDON & OZBURN, LLP**

By: /s/ G. James Landon

G. James Landon  
State Bar No. 24002445  
811 Barton Springs Road, Suite 811  
Austin, Texas 78704  
(512) 236-9900  
(512) 236-9904 (Fax)

**ATTORNEYS FOR THE OFFICIAL  
COMMITTEE OF UNSECURED  
CREDITORS**

**CERTIFICATION**

I, G. James Landon, certify that 1) I have read the Third and Final Application; (2) to the best of my knowledge, information and belief, formed after reasonable inquiry, the compensation and expense reimbursement sought is in conformity with the guidelines set forth in the Local Rules, except as specifically noted in the Third and Final Application; and 3) the compensation and expenses reimbursement requested are billed at rates, in accordance with practices, no less favorable than those customarily employed by SLO and generally accepted by SLO's clients.

/s/ G. James Landon  
G. James Landon

**CERTIFICATE OF SERVICE**

The undersigned certifies that on the 12<sup>th</sup> day of February, 2015, a true and correct copy of the foregoing document was served by electronic means as listed on the Court's CM/ECF noticing system and/or by electronic mail and/or by regular first class mail, postage prepaid, and that the foregoing instrument was served in accordance with Local Rule 9013 and Local Rule 2016(b)(1).

/s/ G. James Landon  
G. James Landon

**EXHIBIT "A"**

**FEE APPLICATION SUMMARY**

**CASE NAME: IN RE: FIRED UP, INC.**

**CASE NO.: 14-10447-TMD**

- I. Client: The Official Committee of Unsecured Creditors (the "Committee")
- II. Name of Applicant: Streusand, Landon & Ozburn, LLP ("SLO")
- III. Total Amount of Fees Requested:
- Fees: \$20,117.00
- Expenses: \$525.37
- Retainer: \$0.00
- Time Period Covered: October 1, 2014 – January 31, 2015
- IV. Breakout of Current Application: See Attached Summary Charts
- Minimum Fee Increments: Tenths of an hour.
- Expenses: SLO charges 10 cents per page for photocopying; no charge for outgoing faxes; no charge for incoming faxes; actual charges (no premium) for services provided by third parties.
- Amount Allocated for Preparation of this Fee Application: N/A
- V. Prior Applications: First Interim Application of Streusand, Landon & Ozburn, LLP for Compensation and Reimbursement of Expenses of Professionals for the Period April 8, 2014 through June 30, 2014 [Dkt. No. 368]
- Second Interim Application of Streusand, Landon & Ozburn, LLP for Compensation

and Reimbursement of Expenses of  
Professionals for the Period July 1, 2014  
through September 30, 2014 [Dkt. No. 558]

VI. Other Co-Equal or Administrative  
Claimants in this Case:

Other administrative claimants in this case include: Barron & Newburger, P.C. as counsel for the Debtor; Vernon Law Group, PLLC as special counsel for the Debtor; Hajjar, Sutherland & Peters, LLP as special counsel for the Debtor; Unique Strategies Group, Inc. as financial advisor for the Debtor; BKD, LLP and R. Eric Drews as audit accountant and tax professional for the Debtor; Pachulski Stang Ziehl & Jones LLP as counsel for the Committee; and FTI Consulting, Inc. as financial advisor for the Committee.

VII. Results Obtained - As further set forth in the Third and Final Application, SLO has, to date, assisted the Committee in a variety of matters, including, but not limited to, assisting lead Committee counsel and other Committee Professionals with lease rejection, adequate protection, and cash collateral issues, preparation for and attendance at hearings, coordinating with and assisting lead Committee counsel and other Committee Professionals in the submission of monthly and interim fee applications, and working to support lead Committee counsel and other Committee Professionals in the development and negotiation of a viable plan of reorganization that will be in the best interests of the Debtor and its creditors.

**SUMMARY OF PROFESSIONAL SERVICES RENDERED BY TIMEKEEPER**

<b>PROFESSIONAL</b>	<b>YEARS OF EXPERIENCE</b>	<b>HOURLY RATE</b>	<b>HOURS</b>	<b>TOTAL</b>
G. James Landon	17	\$390.00	20.3	\$7,917.00
Seth E. Meisel	12	\$325.00	31.4	\$10,205.00
Arlana Prentice	7	\$175.00	11.4	\$1,995.00
<b>TOTAL</b>			<b>63.1</b>	<b>\$20,117.00</b>

**SUMMARY OF FEE APPLICATION FOR THE APPLICATION PERIOD**

<b>INVOICE NO.</b>	<b>MATTER DESCRIPTION</b>	<b>PERIOD COVERED</b>	<b>FEES</b>	<b>EXPENSES</b>	<b>TOTAL</b>
8042	Case Administration	10/1/14 - 10/31/14	\$260.00	\$79.80	\$339.80
8043	Employment of Professionals	10/1/14 – 10/31/14	\$5,443.00	\$0.00	\$5,443.00
8045	Hearings	10/1/14 – 10/31/14	\$3,512.50	\$0.00	\$3,512.50
8044	Plan/Disclosure Statement	10/1/14 – 10/31/14	\$1,111.50	\$0.00	\$1,111.50
8093	Case Administration	11/1/14 – 11/30/14	\$1,209.00	\$3.71	\$1,212.71
8094	Employment of Professionals	11/1/14 – 11/30/14	\$387.50	\$0.00	\$387.50
8095	Hearings	11/1/14 – 11/30/14	\$2,567.50	\$0.00	\$2,567.50
8179	Case Administration	12/1/14 – 12/31/14	\$889.00	\$232.73	\$1,121.73
8180	Employment of Professionals	12/1/14 – 12/31/14	\$245.00	\$0.00	\$245.00
8182	Hearings	12/1/14 – 12/31/14	\$2,574.00	\$10.00	\$2,584.00
8181	Plan/Disclosure Statement	12/1/14 – 12/31/14	\$897.00	\$0.00	\$897.00
8202	Case Administration	1/1/15 – 1/31/15	\$546.00	\$199.13	\$745.13
8203	Employment of Professionals	1/1/15 – 1/31/15	\$440.00	\$0.00	\$440.00
8204	Hearings	1/1/15 – 1/31/15	\$35.00	\$0.00	\$35.00
<b>TOTAL</b>			<b>\$20,117.00</b>	<b>\$525.37</b>	<b>\$20,642.37</b>



***Streusand, Landon & Ozburn, LLP***

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Fired Up, Inc.

October 31, 2014

**Attention:**

File #: 01293-0002

Inv #: 8042

**RE:** Case Administration

<b>DATE</b>	<b>DESCRIPTION</b>	<b>HOURS</b>	<b>AMOUNT</b>	<b>LAWYER</b>
Oct-03-14	Research and analyze large Chapter 11 filings in the Western District of Texas (0.4); draft e-mail to J. Fried regarding applications in same (0.1).	0.50	162.50	SEM
Oct-17-14	Analyze UST objection to 9019 motion with Ford Family and FRG Capital.	0.30	97.50	SEM
	Totals	0.80	\$260.00	

**DISBURSEMENTS**

	Courier Services	20.00
	Photocopies	39.80
Oct-31-14	Case Research	20.00
	Totals	\$79.80
	<b>Total Fee &amp; Disbursements</b>	<b>\$339.80</b>
	Previous Balance	5,349.54
	<b>Balance Now Due</b>	<b>\$5,689.34</b>

TAX ID Number 26-2015716

EXHIBIT "B"

***Streusand, Landon & Ozburn, LLP***

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Austin, TX 78704 USA

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Fired Up, Inc.

October 31, 2014

**Attention:**

File #: 01293-0003

Inv #: 8043

**RE:** Employment of Professionals

<b>DATE</b>	<b>DESCRIPTION</b>	<b>HOURS</b>	<b>AMOUNT</b>	<b>LAWYER</b>
Oct-02-14	Revise proposed order regarding interim compensation procedures (0.4); draft e-mails to B. Sandler and J. Fried regarding hearing and proposed revisions (0.2).	0.60	195.00	SEM
Oct-07-14	Multiple e-mails to and from J. Fried regarding revisions to procedures order following hearing (0.2); revise order and draft e-mail to US Trustee and Debtor's counsel regarding same (0.5); analyze order received from Debtor's counsel and revise same (0.3); e-mail to US Trustee and Debtor's counsel regarding order (0.2); analyze revisions received from US Trustee and draft e-mail to B. Sandler and J. Fried regarding same (0.2).	1.40	455.00	SEM
Oct-08-14	Review and analyze various e-mails and comments regarding proposed change to interim fee order (.7); e-mails to and from co-counsel regarding same (.2).	0.90	351.00	GJL
	Draft e-mail to J. Fried and team regarding disgorgement issues (0.3); confer with D. Bynum regarding plan and compensation order (1.0); multiple revisions to language for proposed order (0.8); multiple e-mails to and from D. Bynum regarding interim order and analyze issues related to ratatability (1.4);	3.80	1,235.00	SEM

EXHIBIT "B"

	multiple e-mails to and from J. Fried regarding same (0.3)			
	Initial draft of September 2014 monthly interim statement for Streusand, Landon & Ozburn as required by interim procedures order.	1.10	192.50	ALP
Oct-09-14	E-mails to and from D. Bynum regarding additional revisions to interim order (0.2); analyze and revise fifth monthly fee application as required by interim procedures order (0.9); additional revisions to interim order and draft e-mails to all parties in interest regarding same (0.5).	1.60	520.00	SEM
Oct-10-14	E-mails to and from D. Bynum and J. Fried regarding proposed order.	0.20	65.00	SEM
Oct-15-14	Analyze and revise monthly fee statements to ensure compliance with order.	0.50	162.50	SEM
Oct-28-14	Review and revise second interim fee application for filing with Court.	1.40	455.00	SEM
	Initial draft of Streusand, Landon & Ozburn, LLP's second interim fee application, including all exhibits and corresponding order.	2.10	367.50	ALP
Oct-29-14	E-mails to and from P. Jeffries responding to inquiry from lead counsel regarding viability of case law cited in fee application.	0.40	130.00	SEM
	Review UST comments on First Interim Fee Application (0.3); review and revise draft of Second Interim Fee Application to incorporate UST comments from First Interim Fee Application into same (1.1).	1.40	245.00	ALP
Oct-30-14	Review and revise second interim fee application with UST comments incorporated.	0.50	195.00	GJL
Oct-31-14	Review co-counsel fee application (.3); review FTI second interim fee application and analyze needed revisions to same (.4); e-mail J. Fried regarding fee applications (.1); finalize fee applications for filing (.5).	1.30	507.00	GJL
	Review and revise FTI's Second Interim Application for Compensation, including exhibits and proposed order (1.8); e-mails with	2.10	367.50	ALP

EXHIBIT "B"

P. Jeffries regarding revisions to PSZJ's  
Second Interim Application for Compensation  
and need for a proposed order to file (0.3).

Totals	19.30	\$5,443.00
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<b>Total Fee &amp; Disbursements</b>	<b>\$5,443.00</b>
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Previous Balance	21,968.00
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<b>Balance Now Due</b>	<b>\$27,411.00</b>
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TAX ID Number 26-2015716

***Streusand, Landon & Ozburn, LLP***

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Ph:512-236-9900

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Fired Up, Inc.

October 31, 2014

**Attention:**

File #: 01293-0004

Inv #: 8045

**RE:** Hearings

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Oct-01-14	Analyze issues for hearing and response to US Trustee objection regarding interim fee order.	0.50	195.00	GJL
	Analyze hearing agenda drafted by Debtor and draft e-mail to J. Landon regarding same.	0.20	65.00	SEM
Oct-02-14	Prepare for and attend omnibus hearing.	3.00	975.00	SEM
Oct-20-14	E-mails to and from J. Fried and J. Landon regarding hearing preparation and strategy.	0.30	97.50	SEM
Oct-21-14	Telephone conference with R. Saunders regarding participation at hearing and admission pro hac vice (.4); e-mail R. Saunders regarding pro hac vice motion and participation at hearing (.1).	0.50	195.00	GJL
	Analyze creditor objection to disclosure statement in advance of hearing (0.2); telephone conferences with J. Fried and J. Landon regarding pro hac vice admission and hearing strategy (0.3).	0.50	162.50	SEM
Oct-22-14	Review agenda for hearing and status of various objections to disclosure statement (.6); e-mails to and from J. Fried regarding hearing and objection issues (.2); finalize R. Saunders pro hac vice motion (.2).	1.00	390.00	GJL

EXHIBIT "B"

	Review and make multiple revisions to pro hac vice application and order (0.5); send and receive multiple e-mails to and from R. Saunders regarding same (0.3); analyze Debtor's omnibus response to objections to disclosure statement in advance of hearing (0.3).	1.10	357.50	SEM
Oct-23-14	Review and analyze issues related to objections to disclosure statement and hearing on disclosure statement (.2); various e-mails from R. Saunders and J. Fried regarding hearing results and next steps with respect to revisions to disclosure statement (.3).	0.50	195.00	GJL
	Prepare for and attend omnibus hearing.	2.60	845.00	SEM
Oct-27-14	Preparation of and filing of request for telephonic appearance for Josh Fried, lead Committee counsel.	0.20	35.00	ALP
	Totals	10.40	\$3,512.50	
	<b>Total Fee &amp; Disbursements</b>			<b>\$3,512.50</b>
	Previous Balance			10,896.80
	<b>Balance Now Due</b>			<b>\$14,409.30</b>

TAX ID Number 26-2015716

***Streusand, Landon & Ozburn, LLP***

811 Barton Springs Road  
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Fired Up, Inc.

October 31, 2014

**Attention:**

File #: 01293-0008

Inv #: 8044

**RE:** Plan/Disclosure Statement

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Oct-01-14	Analyze disclosure statement and draft e-mail to J. Fried regarding same.	1.40	455.00	SEM
Oct-02-14	Confer with J. Fried regarding order and plan issues.	0.50	162.50	SEM
Oct-08-14	E-mails from J. Billingsley regarding plan issues (0.1); draft e-mail to J. Fried regarding same (0.1).	0.20	65.00	SEM
Oct-17-14	Analyze creditor objection to disclosure statement (0.2); coordinate with J. Fried and B. Sandler regarding strategy (0.4).	0.60	195.00	SEM
Oct-20-14	Review objections to disclosure statement and analyze issues raised and responses to same (.5); e-mail to and from B. Sandler regarding objection (.1).	0.60	234.00	GJL
	Totals	3.30	\$1,111.50	
	<b>Total Fee &amp; Disbursements</b>			<b>\$1,111.50</b>
	Previous Balance			695.50
	<b>Balance Now Due</b>			<b>\$1,807.00</b>

TAX ID Number 26-2015716

EXHIBIT "B"

***Streusand, Landon & Ozburn, LLP***

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Fired Up, Inc.

November 30, 2014

**Attention:**

File #: 01293-0002  
Inv #: 8093

**RE:** Case Administration

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Nov-04-14	Multiple e-mails to and from D. Bynum regarding service issues (0.2); multiple e-mails to and from J. Fried and B. Sandler regarding hearing preparation (0.2).	0.40	130.00	SEM
Nov-10-14	Review motion for post-petition financing and request for expedited hearing filed by the Debtor (.5); review order setting hearing (.1).	0.60	234.00	GJL
	Analyze Debtor's motion to approve settlement with WFB and proposed order granting same (0.3); analyze Debtor's motion to compromise claim (0.2).	0.50	162.50	SEM
Nov-20-14	Multiple e-mails and conferences with D. Bynum regarding service and notice issues regarding GUC Trust documents and appointment of GUC Trustee (0.5); research and analyze same and draft e-mails to J. Fried and B. Sandler regarding same (0.8).	1.30	422.50	SEM
Nov-21-14	Analyze trust agreement and draft e-mail to J. Landon regarding same.	0.80	260.00	SEM
	Totals	3.60	\$1,209.00	

**DISBURSEMENTS**

Postage

2.51

EXHIBIT "B"



Nov-30-14	Case Research	1.20
	Totals	<hr/> \$3.71
	<b>Total Fee &amp; Disbursements</b>	<hr/> \$1,212.71
	Previous Balance	5,689.34
	<b>Balance Now Due</b>	<hr/> \$6,902.05

TAX ID Number 26-2015716

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Fired Up, Inc.

November 30, 2014

**Attention:**

File #: 01293-0003

Inv #: 8094

**RE:** Employment of Professionals

<b>DATE</b>	<b>DESCRIPTION</b>	<b>HOURS</b>	<b>AMOUNT</b>	<b>LAWYER</b>
Nov-14-14	Initial draft of October 2014 Monthly Fee Statement.	1.10	192.50	ALP
Nov-18-14	Review and revise monthly fee statement.	0.60	195.00	SEM
	Totals	1.70	\$387.50	
	<b>Total Fee &amp; Disbursements</b>			<b>\$387.50</b>
	Previous Balance			27,411.00
	<b>Balance Now Due</b>			<b>\$27,798.50</b>

TAX ID Number 26-2015716

EXHIBIT "B"

***Streusand, Landon & Ozburn, LLP***

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Fax:512-236-9904

Fired Up, Inc.

November 30, 2014

**Attention:**

File #: 01293-0004

Inv #: 8095

**RE:** Hearings

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Nov-03-14	E-mails to and from B. Sandler regarding hearing scheduling and strategy.	0.20	65.00	SEM
Nov-07-14	Analyze motions and responses filed in Megaplex, Glazier, and Coca-Cola contested matters in preparation for hearing (0.8); attend omnibus hearing on same (1.4); draft e-mail to J. Fried regarding status and strategy (0.3).	2.50	812.50	SEM
Nov-19-14	Analyze motion to approve post-petition financing and multiple e-mails regarding revisions to proposed agreed order in preparation for hearing (0.8); confer with J. Fried in advance of hearing (0.2); attend hearing (0.5); confer with D. Bynum regarding post-hearing issues (0.3); draft e-mail to J. Fried and B. Sandler regarding hearing and strategy (0.4).	2.20	715.00	SEM
Nov-25-14	Telephone conference with J. Fried regarding upcoming hearings and open issues (.5); e-mails to and from J. Fried regarding hearings and plan issues (.3).	0.80	312.00	GJL
	Compile and analyze pleadings to assist in preparing for hearings on December 1, December 4, and December 8.	1.80	585.00	SEM
Nov-26-14	Review matters for 12-1 hearing and committee position as to each (.2).	0.20	78.00	GJL

EXHIBIT "B"

Totals	7.70	<u>\$2,567.50</u>
<b>Total Fee &amp; Disbursements</b>		<u><b>\$2,567.50</b></u>
Previous Balance		14,409.30
<b>Balance Now Due</b>		<u><b>\$16,976.80</b></u>

TAX ID Number 26-2015716

***Streusand, Landon & Ozburn, LLP***

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Fired Up, Inc.

December 31, 2014

**Attention:**

File #: 01293-0002

Inv #: 8179

**RE:** Case Administration

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Dec-01-14	Work on motion for continuance of hearing on committee professionals second interim fee applications (.4); review motion and responses in preparation for hearing (.5); communicate with co-counsel regarding committee and continuance of hearing on committee professional fee applications (.3); e-mails to and from D. Bynum to confer about motion for continuance (.1).	1.30	507.00	GJL
Dec-02-14	Review agenda of items for 12-4 hearing (.2); review pleadings and issues related matters set for 12-4 Omnibus hearing (.4); e-mails to and from J. Fried regarding matters set for hearing and committee position as to each (.2).	0.80	312.00	GJL
Dec-08-14	Multiple e-mails from James Landon regarding hearing (amended schedules and statement of financial affairs filed this morning) (0.2); preparation of documents to send to confirmation hearing (0.2).	0.40	70.00	ALP
	Totals	2.50	\$889.00	

**DISBURSEMENTS**

Courier Services	59.53
Photocopies	116.50

EXHIBIT "B"

Dec-29-14	Document Retrieval - Certified Copy of Order	43.00
	Confirming Plan	
Dec-31-14	Case Research	13.70
	Totals	<hr/> \$232.73
	<b>Total Fee &amp; Disbursements</b>	<hr/> <b>\$1,121.73</b>
	Previous Balance	6,902.05
	<b>Balance Now Due</b>	<hr/> <b>\$8,023.78</b>

TAX ID Number 26-2015716

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Fired Up, Inc.

December 31, 2014

**Attention:**

File #: 01293-0003

Inv #: 8180

**RE:** Employment of Professionals

<b>DATE</b>	<b>DESCRIPTION</b>	<b>HOURS</b>	<b>AMOUNT</b>	<b>LAWYER</b>
Dec-16-14	Draft, revise and finalize November 2014 Monthly Fee Statement for Streusand, Landon & Ozburn, LLP.	1.40	245.00	ALP
	Totals	1.40	\$245.00	
	<b>Total Fee &amp; Disbursements</b>			<b>\$245.00</b>
	Previous Balance			27,798.50
	<b>Balance Now Due</b>			<b>\$28,043.50</b>

TAX ID Number 26-2015716

EXHIBIT "B"

***Streusand, Landon & Ozburn, LLP***

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Fax:512-236-9904

Fired Up, Inc.

December 31, 2014

**Attention:**

File #: 01293-0004

Inv #: 8182

**RE:** Hearings

<b>DATE</b>	<b>DESCRIPTION</b>	<b>HOURS</b>	<b>AMOUNT</b>	<b>LAWYER</b>
Dec-01-14	Attend hearing regarding RB lease rejection.	1.20	468.00	GJL
Dec-04-14	Attend Omnibus hearing.	1.50	585.00	GJL
Dec-05-14	Prepare for confirmation hearing.	0.60	234.00	GJL
Dec-08-14	Meet with co-counsel and debtor counsel in advance of confirmation hearing (.8); attend confirmation hearing (2.5).	3.30	1,287.00	GJL
	Totals	6.60	<u>\$2,574.00</u>	

**DISBURSEMENTS**

Dec-01-14	Travel - Parking for Hearing	2.25
Dec-04-14	Travel - Parking for Hearing	2.75
Dec-08-14	Travel - Parking for Hearing	5.00
	Totals	<u>\$10.00</u>

<b>Total Fee &amp; Disbursements</b>	<b><u>\$2,584.00</u></b>
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Previous Balance	16,976.80
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<b>Balance Now Due</b>	<b><u>\$19,560.80</u></b>
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EXHIBIT "B"



TAX ID Number 26-2015716

EXHIBIT "B"

***Streusand, Landon & Ozburn, LLP***

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Austin, TX 78704 USA

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Fired Up, Inc.

December 31, 2014

**Attention:**

File #: 01293-0008

Inv #: 8181

**RE:** Plan/Disclosure Statement

<b>DATE</b>	<b>DESCRIPTION</b>	<b>HOURS</b>	<b>AMOUNT</b>	<b>LAWYER</b>
Dec-03-14	Review objections to plan (1.3); analyze issues for upcoming confirmation hearing and status of objections (.5).	1.80	702.00	GJL
Dec-20-14	Review notice to creditors of confirmation of amended joint plan and associated deadlines.	0.50	195.00	GJL
	Totals	2.30	\$897.00	
	<b>Total Fee &amp; Disbursements</b>			<b>\$897.00</b>
	Previous Balance			1,807.00
	<b>Balance Now Due</b>			<b>\$2,704.00</b>

TAX ID Number 26-2015716

EXHIBIT "B"

***Streusand, Landon & Ozburn, LLP***

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Fax:512-236-9904

Fired Up, Inc.

January 31, 2015

**Attention:**

File #: 01293-0002

Inv #: 8202

**RE:** Case Administration

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Jan-05-15	Review notice of deadlines and analyze status of any responses.	0.40	156.00	GJL
Jan-22-15	Review e-mail from Court regarding hearing on motion to file late-filed claim and S. Sather response to same (.2); e-mails to and from B. Sander regarding same and committee position (.3).	0.50	195.00	GJL
Jan-28-15	Review docket for any open matters and status of plan effective date (.4); review upcoming deadlines regarding fee applications (.1).	0.50	195.00	GJL
	Totals	1.40	\$546.00	

**DISBURSEMENTS**

	Courier Services	102.83
	Photocopies	7.20
Jan-05-15	Document Retrieval - 2 Certified Copies of Confirmation Order	86.00
Jan-31-15	Case Research	3.10
	Totals	\$199.13
	<b>Total Fee &amp; Disbursements</b>	<b>\$745.13</b>
	Previous Balance	8,023.78

EXHIBIT "B"

**Balance Now Due**

**\$8,768.91**

TAX ID Number 26-2015716

EXHIBIT "B"

***Streusand, Landon & Ozburn, LLP***

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Fired Up, Inc.

January 31, 2015

**Attention:**

File #: 01293-0003

Inv #: 8203

**RE:** Employment of Professionals

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Jan-31-15	Review and revise final fee application.	0.50	195.00	GJL
	Initial draft of Third and Final Fee Application of Streusand, Landon & Ozburn, LLP (1.2); finalize same incorporating J. Landon's suggested revisions (0.2).	1.40	245.00	ALP
	Totals	1.90	\$440.00	
	<b>Total Fee &amp; Disbursements</b>			<b>\$440.00</b>
	Previous Balance			28,043.50
	<b>Balance Now Due</b>			<b>\$28,483.50</b>

TAX ID Number 26-2015716

***Streusand, Landon & Ozburn, LLP***

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Fired Up, Inc.

January 31, 2015

**Attention:**

File #: 01293-0004

Inv #: 8204

**RE:** Hearings

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Jan-21-15	File a request for telephonic appearance of behalf of Brad Sandler for the February 5, 2015 hearing.	0.20	35.00	ALP
	Totals	0.20	\$35.00	
	<b>Total Fee &amp; Disbursements</b>			<b>\$35.00</b>
	Previous Balance			19,560.80
	<b>Balance Now Due</b>			<b>\$19,595.80</b>

TAX ID Number 26-2015716

EXHIBIT "B"

**EXHIBIT "C"**

**SUMMARY OF PROFESSIONAL SERVICES RENDERED BY MATTER**

<b>MATTER NO.</b>	<b>DESCRIPTION</b>	<b>HOURS</b>	<b>AMOUNT</b>
01293-0002	Case Administration	8.3	\$2,904.00
01293-0003	Employment of Professionals	24.3	\$6,515.50
01293-0004	Hearings	24.9	\$8,689.00
01293-0008	Plan/Disclosure Statement	5.6	\$2,008.50
<b>TOTAL</b>		<b>63.1</b>	<b>\$20,117.00</b>

**EXHIBIT “D”**

**SUMMARY OF ACTUAL AND NECESSARY EXPENSES INCURRED**

<b>PAYMENT PERIOD</b>	<b>DESCRIPTION</b>	<b>COST</b>
October 1, 2014 – October 31, 2014	Photocopies	\$39.80
	Electronic Research	\$20.00
	Courier Services	\$20.00
November 1, 2014 – November 30, 2014	Postage	\$2.51
	Electronic Research	\$1.20
December 1, 2014 – December 31, 2014	Photocopies	\$116.50
	Electronic Research	\$13.70
	Courier	\$59.53
	Travel	\$10.00
	Document Retrieval – certified copies	\$43.00
January 1, 2015 – January 31, 2015	Photocopies	\$7.20
	Electronic Research	\$3.10
	Courier	\$102.83
	Document Retrieval – certified copies	\$86.00
	<b>TOTAL</b>	<b>\$525.37</b>